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DIV. OF OIL, GAS &amp; MINING

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
Geokinetics Inc., et al., <sup>1</sup>	)	Case No. 13-10472 (KJC)
Debtors.	)	(Jointly Administered)

ORDER APPROVING STIPULATION RESOLVING  
CLAIM OF MR. RANDY JONES

Upon consideration of the Stipulation Resolving Claim of Mr. Randy Jones, attached hereto as Exhibit A (the "Stipulation"), which resolved the proof of claim filed by or on behalf of Mr. Randy Jones and the claims asserted by Mr. Randy Jones with the Equal Employment Opportunity Commission; the Court having determined that good and adequate cause exists for approval of the Stipulation; and the Court having determined that no further notice of the Stipulation must be given;

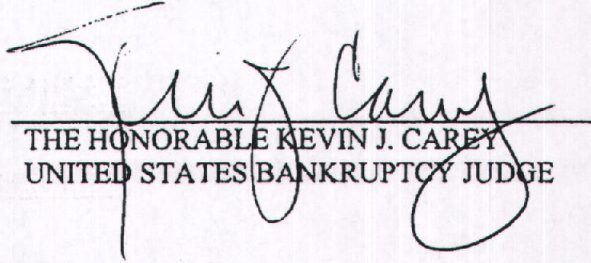
## IT IS HEREBY ORDERED THAT:

1. The Stipulation is hereby approved in accordance with its terms and is incorporated herein by this reference.
2. This Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

<sup>1</sup> The Reorganized Debtors in these chapter 11 cases, along with the last four digits of each Reorganized Debtor's federal taxpayer-identification number, are: Geokinetics Inc. (0082), Geokinetics Holdings USA, Inc. (6645), Geokinetics Services Corp. (1753), Geokinetics Processing, Inc. (9897), Geokinetics Acquisition Company (0110), Geokinetics USA, Inc. (7282), Geokinetics International Holdings, Inc. (8468), Geokinetics Management, Inc. (3414), Geokinetics International, Inc. (2143) and Advanced Seismic Technology, Inc. (9540). The Reorganized Debtors' address is 1500 Citywest Boulevard, Suite 800, Houston, Texas 77042.



Date: Jan 2, 2014  
Wilmington, Delaware

  
THE HONORABLE KEVIN J. CAREY  
UNITED STATES BANKRUPTCY JUDGE



**Exhibit A**

**(Stipulation)**

IT IS HEREBY ORDERED THAT:



IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	)	
	)	Chapter 11
Geokinetics Inc., et al., <sup>1</sup>	)	
	)	Case No. 13-10472 (KJC)
Debtors.	)	
	)	(Jointly Administered)

**STIPULATION RESOLVING CLAIM OF MR. RANDY JONES**

The reorganized debtors in the above-captioned chapter 11 cases (collectively, the "Reorganized Debtors") and Mr. Randy Jones ("Mr. Jones," and together with the Reorganized Debtors, the "Parties"), by and through their respective undersigned counsel, hereby enter into this stipulation (the "Stipulation") and stipulate as follows:

**RECITALS**

A. On February 7, 2013, the debtors and debtors in possession (as they were known before the Effective Date (as defined below), collectively, the "Debtors"), commenced solicitation of a pre-packaged chapter 11 plan by distributing to parties entitled to vote the *Joint Chapter 11 Plan for Geokinetics Inc., et al.* (as was subsequently modified, the "Plan") and the *Solicitation and Disclosure Statement for the Joint Chapter 11 Plan for Geokinetics Inc., et al.* (the "Disclosure Statement"). The deadline to cast a ballot on the Plan was March 8, 2013. Creditors in each class entitled to vote on the Plan voted overwhelmingly to approve the Plan in satisfaction of Bankruptcy Code section 1126.

<sup>1</sup> The Reorganized Debtors in these chapter 11 cases, along with the last four digits of each Reorganized Debtor's federal taxpayer-identification number, are: Geokinetics Inc. (0082), Geokinetics Holdings USA, Inc. (6645), Geokinetics Services Corp. (1753), Geokinetics Processing, Inc. (9897), Geokinetics Acquisition Company (0110), Geokinetics USA, Inc. (7282), Geokinetics International Holdings, Inc. (8468), Geokinetics Management, Inc. (3414), Geokinetics International, Inc. (2143) and Advanced Seismic Technology, Inc. (9540). The Reorganized Debtors' address is 1500 Citywest Boulevard, Suite 800, Houston, Texas 77042.



B. On March 10, 2013 (the "Petition Date"), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court"). No request for the appointment of a trustee or examiner was made in these chapter 11 cases. No committees were appointed or designated.

C. On the Petition Date, the Debtors filed their Plan, Disclosure Statement, and Solicitation Motion.<sup>2</sup> The Bankruptcy Court granted the relief requested in the Solicitation Motion by order entered March 12, 2013 [Docket No. 39], pursuant to which the Bankruptcy Court scheduled a hearing to consider approval of the adequacy of the Disclosure Statement and consider confirmation of the Plan on April 25, 2013.

D. On April 25, 2013, the Bankruptcy Court approved the adequacy of the Disclosure Statement and confirmed the Plan by entering its *Findings of Fact, Conclusions of Law and Order (I) Approving the Debtors' (A) Disclosure Statement Pursuant to Bankruptcy Code Sections 1125 and 1126(b), (B) Solicitation of Votes and Voting Procedures, and (C) Forms of Ballots, and (II) Confirming the Second Modified Joint Chapter 11 Plan of Reorganization of Geokinetics Inc., et al. Pursuant to Bankruptcy Code Section 1129* [Docket No. 280]. The Plan became effective by its terms on May 10, 2013 (the "Effective Date"). The Debtors became the Reorganized Debtors on the Effective Date.

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<sup>2</sup> Debtors' Motion for Entry of an Order (I) Scheduling a Combined Hearing to Approve the Adequacy of the Disclosure Statement, Confirmation of the Plan, and Adequacy of Pre-Petition Solicitation Procedures; (II) Setting Deadlines and Procedures for Objection to Adequacy of the Disclosure Statement, Confirmation of the Plan, and Adequacy of the Pre-Petition Solicitation Procedures; (III) Approving the Form and Manner of Notice of the Combined Hearing; (IV) if Necessary, Conditionally Approving the Disclosure Statement; and (V) Directing the Office of the United States Trustee Not to Convene a Meeting of Creditors and Equity Holders (the "Solicitation Motion").



E. On the Petition Date, the Debtors each filed their *Schedules of Assets and Liabilities* [Docket Nos. 22-23, 25-28, and 31-34] (collectively, the "Schedules"). To date, the Schedules have not been modified or amended.

F. On the Petition Date, the Debtors also filed the *Debtors' Motion for Entry of an Order Establishing Deadlines and Procedures for Filing Proofs of Claim and Approving the Form and Manner of Notice Thereof* [Docket No. 5] (the "Bar Date Motion"). The Bankruptcy Court entered an order on March 12, 2013 [Docket No. 74] (the "Bar Date Order") granting the relief requested in the Bar Date Motion, which, among other things, established April 8, 2013 at 5:00 p.m. (prevailing Eastern Time) as the time and date by which any person or entity (excluding governmental units) asserting a claim against the Debtors in their chapter 11 cases was required to file a proof of claim (the "General Bar Date"). See Bar Date Order, ¶ 2.

G. On June 25, 2013, the Equal Employment Opportunity Commission (the "EEOC") filed a proof of claim on behalf of Mr. Jones asserting a general unsecured claim in the amount of \$9,600.00 against Geokinetics Inc., which proof of claim was assigned claim number 377 (the "Proof of Claim") by the Debtors' claims and noticing agent.

H. The Proof of Claim was filed by the EEOC on behalf of Mr. Jones as a result of a charge filed by Mr. Jones against Geokinetics Inc. with the EEOC on May 23, 2012, which charge was assigned EEOC Charge No. 460-2012-02483 (the "EEOC Matter").

I. The Reorganized Debtors and Mr. Jones disagree as to liability and amount of the claims that are the subject of the EEOC Matter and the Proofs of Claim (collectively, the "Claims").

J. The Parties have resolved their disputes as to the Claims on the terms described in this Stipulation.



K. The Parties entered into this Stipulation to allow the Claims in part as provided below. The Parties have negotiated this Stipulation in good faith and at arm's length. The Parties hereby stipulate as follows:

**STIPULATION**

1. The Parties agree that the Reorganized Debtors shall pay Mr. Jones a single payment in the amount of \$3,000.00 (the "Settled Amount").

2. The Parties agree that payment of the Settled Amount shall be in full and final satisfaction of any and all claims, proofs of claim, scheduled claims, administrative claims, motions or requests for payment filed and/or asserted, or which could have been filed and/or asserted, including the Claims, against any of the Debtors by or on behalf of Mr. Jones in the Bankruptcy Court or in the EEOC Matter.

3. Neither this Stipulation, nor any actions taken pursuant hereto shall constitute evidence admissible against any party in any action or proceeding other than one to enforce the terms of this Stipulation.

4. The Parties represent and warrant to each other that the signatories to this Stipulation have full power and authority to enter into this Stipulation.

5. All representations, warranties, inducements, and/or statements of intention made by the Parties that relate to this Stipulation are embodied in the Stipulation, and none of the Parties relied upon, shall be bound by, or shall be liable for any alleged representation, warranty, inducement, or statement of intention that is not expressly set forth in this Stipulation.

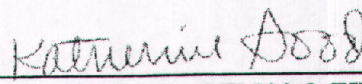
6. This Stipulation shall not be modified, altered, amended or vacated without the prior written consent of all the Parties hereto. Any such modification, alteration, amendment or vacation in whole or part shall be subject to the approval of the Bankruptcy Court.



7. This Stipulation may be executed in multiple counterparts, each of which shall be deemed an original but all of which together shall constitute one and the same instrument. This Stipulation may be executed by facsimile or PDF signatures, and such facsimile or PDF signatures will be deemed to be as valid as an original signature whether or not confirmed by delivering the original signatures in person, by courier or mail, although it is the Parties' intention to deliver original signatures after delivery of facsimile or PDF signatures.

8. The Bankruptcy Court shall retain jurisdiction to resolve any disputes or controversies arising from or relating to this Stipulation.

Date: December 30, 2013  
Wilmington, Delaware

  
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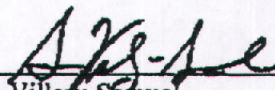
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